

MEDNAX, INC.  
Form 8-K  
February 05, 2009

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (date of earliest event reported): February 5, 2009

**MEDNAX, INC.**  
(Exact Name of Registrant as Specified in Its Charter)

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| <b>Florida</b><br>(State or Other Jurisdiction of<br>Incorporation)   | <b>001-12111</b><br>(Commission File<br>Number) | <b>26-3667538</b><br>(IRS Employer Identification No.) |
| <b>1301 Concord Terrace</b><br><br><b>Sunrise, Florida 33323</b><br>(Address of principal executive office) |   |  |

Registrant's telephone number, including area code (954) 384-0175

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02. Results of Operations and Financial Condition.**

On February 5, 2009, MEDNAX, Inc. (the “Company”) issued a press release announcing its results of operations for the three months and 12 months ended December 31, 2008 (the “Release”). A copy of the Release is attached hereto as Exhibit 99.1 and is hereby incorporated in this Current Report by reference. The information contained in this Item 2.02, including Exhibit 99.1, shall not be deemed “filed” with the Securities and Exchange Commission nor incorporated by reference in any registration statement or other document filed by the Company under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits.**

99.1—Press Release of MEDNAX, Inc. dated February 5, 2009.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MEDNAX, INC.**

Date: February 5, 2009 By: /s/ Karl B. Wagner

Name: Karl B. Wagner

Title: Chief Financial Officer

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**EXHIBIT INDEX**

**Exhibit No.      Description**

99.1              Press Release of MEDNAX, Inc. dated February 5, 2009.